FORM D. 3. JUL 8 2004 1085

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

RUVAL
3235-0076
May 31, 2005
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SEC US	E ONLY
Prefix	Serial
DATE RE	ECEIVED

Name of Offering (check if this is an amendment and name has changed, and indicate change.) Limited partnership interests in LaSalle Japan Logistics Fund L.P.)
Filing Under (Check box(es) that apply):	Section 4(6) ULOE
A. BASIC IDENTIFICATION DATA	SAN SAN SAN SAN BIRK BIRK BIRK SING SING SING SING SING SING SING SING
Enter the information requested about the issuer	
Name of Issuer _(check if this is an amendment and name has changed, and indicate change.) LaSalle Japan Logistics Fund L.P.	04037227
Address of Executive Offices (Number and Street, City, State, Zip Code) 33 Cavendish Square, P.O. Box 2326 London, England W1A 2NF	Telephone Number (Including Area Code) (011) 020 7852 4000
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Same as above.	(011) 020 7852 4000
Brief Description of Business Acquisition, ownership, management and disposition of commercial real estate.	PROCESSE
Type of Business Organization ☐ corporation ☐ limited partnership, already formed ☐ business trust ☐ limited partnership, to be formed	PROCESSE ☐ other (please specify): ☐ UL 1 2 2004
Actual or Estimated Date of Incorporation or Organization: Month Year	Actual Sestimated FINANCIAL for State:
GENERAL INSTRUCTIONS	
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Re 15 U.S.C. 77d(6). When to File: A notice must be filed no later than 15 days after the first sale of securities in the of Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at after the date on which it is due, on the date it was mailed by United States registered or certified received.	fering. A notice is deemed filed with the U.S. the address given below or, if received at that address
Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.	
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be must be photocopies of the manually signed copy or bear typed or printed signatures.	
Information Required: A new filing must contain all information requested. Amendments need of changes thereto, the information requested in Part C, and any material changes from the information Appendix need not be filed with the SEC.	
Filing Fee: There is no federal filing fee.	
State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim accompany this form. This notice shall be filed in the appropriate states in accordance with state is this notice and must be completed.	the Securities Administrator in each state where sales in for the exemption, a fee in the proper amount shall
ATTENTION	
Failure to file notice in the appropriate states will not result in a loss of the federal of appropriate federal notice will not result in a loss of an available state exemption unfilling of a federal notice.	exemption. Conversely, failure to file the nless such exemption is predicated on the

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		A. BASIC IDENTI	FICATION DATA								
2. Enter the information requ	ested for the following	ng:									
 Each promoter of the issuer, if the issuer has been organized within the past five years; 											
 Each beneficial owner l issuer; 	naving the power to	vote or dispose, or direct th	e vote or disposition of, 10%	% or more of a clas	s of equity securities of the						
Each executive officer:	and director of corpo	orate issuers and of corpora	te general and managing par	tners of partnershi	p issuers; and						
Each general and mana	ging partner of partr	ership issuers.									
Check Box(es) that Apply:	□ Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner						
Full Name (Last name first, if	individual)										
LaSalle Investment M	Management, Inc	2.									
Business or Residence Addres	s (Number and Stree	et, City, State, Zip Code)									
200 E. Randolph Dri	ve, Chicago, IL	60601									
Check Box(es) that Apply:	Promoter	Beneficial Owner	☐ Executive Officer	☐ Director	☑ General and/or Managing Partner						
Full Name (Last name first, if	individual)										
LaSalle Logistics GF											
Business or Residence Addres	s (Number and Stree	et, City, State, Zip Code)									
200 E. Randolph Dri	ve, Chicago, IL	60601									
Check Box(es) that Apply:	Promoter	Beneficial Owner	☑ Executive Officer	☐ Director	General and/or Managing Partner						
Full Name (Last name first, if	individual)										
Michael Ricketts											
Business or Residence Addres		•									
200 E. Randolph Dri	ve, Chicago, IL										
Check Box(es) that Apply:	☐ Promoter	Beneficial Owner	☑ Executive Officer	☐ Director	General and/or Managing Partner						
Full Name (Last name first, if	individual)										
Gordon Repp			·	·—_ ·—_ ·							
Business or Residence Addres	•										
200 E. Randolph Dri	ve, Chicago, IL	60601									
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner		☐ Director	General and/or Managing Partner						
Full Name (Last name first, if	individual)										
James Jasionowski											
Business or Residence Addres											
200 E. Randolph Dri	ve, Chicago, IL	60601									
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☑ Executive Officer	☐ Director	General and/or Managing Partner						
Full Name (Last name first, if	individual)										
Demetri Rackos											
Business or Residence Addres	`										
200 E. Randolph Dri	ve, Chicago, IL	60601									
Check Box(es) that Apply:	Promoter	Beneficial Owner		☐ Director	General and/or Managing Partner						
Full Name (Last name first, if	individual)										
Lynn Thurber											
Business or Residence Address											
200 E. Randolph Dri	ve, Chicago, IL	60601									

Check Box(es) that Apply:	Promoter	Beneficial Owner		☐ Director	General and/or
<u> </u>				<u>, </u>	Managing Partner
Full Name (Last name first, if	individual)				
Kim Woodrow					·
Business or Residence Addres	s (Number and Stree	et, City, State, Zip Code)			
200 E. Randolph Dri	ive, Chicago, IL	60601			
Check Box(es) that Apply:	☐ Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
C. Allan Swaringen					
Business or Residence Addres	s (Number and Stree	et, City, State, Zip Code)			
200 E. Randolph Dri	ive, Chicago, IL	60601			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)	- 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1			
Business or Residence Addres	s (Number and Street	et, City, State, Zip Code)			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Addres	s (Number and Stree	et, City, State, Zip Code)			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Address	s (Number and Stree	et, City, State, Zip Code)	 		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Addres	s (Number and Stree	et, City, State, Zip Code)			

				В.	INFORMA	ATION AB	OUT OFFE	RING				
											Yes	No
1. Has	the issuer	sold, or doe	s the issue	r intend to	sell, to non	-accredited	d investors	in this offe	ring?		. 🗀	\boxtimes
			A	inswer also	in Append	dix, Colum	n 2, if filin	g under UL	OE.			
2. Wha	at is the min	nimum inve	estment tha	it will be a	ccepted fro	m any indi	vidual?				\$ N/A	
											Yes	No
3. Doe	s the offeri	ng permit j	oint owner	ship of a si	ngle unit?.		• • • • • • • • • • • • • • • • • • • •	•••••			. 🗆	\boxtimes
com offer and/	er the information or ring. If a property or with a stated pers	similar ren erson to be tate or state	nuneration listed is an es, list the r	for solicitant associated the	tion of pur d person or broker or	chasers in agent of a dealer. If n	connection broker or on nore than fi	with sales dealer regis ve (5) pers	of securities tered with ons to be li	the SEC isted are		
	me (Last n ne - Not A	-		l)								
Busines	ss or Resid	ence Addre	ss (Numbe	r and Stree	t, City, Sta	ite, Zip Co	de)					
Name o	of Associate	ed Broker o	or Dealer								 _	
	n Which Po eck "All St										🗌 Al	l States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full Na	me (Last n	ame first, i	f individua	l)								
Busines	ss or Resid	ence Addre	ss (Numbe	er and Stree	et, City, Sta	ite, Zip Co	de)					
Name o	of Associate	ed Broker o	or Dealer									
	n Which Po							<u>. </u>	· · · · · · · · · · · · · · · · · · ·			1.64.4.
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL].	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI] [OH]	[MN]	[MS] [OR]	[MO] [PA]
[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[NJ] [TX]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[WV]	[OK] [WI]	[WY]	[PR]
	ıme (Last n											
				<i>_</i>								
Busines	ss or Resid	ence Addre	ss (Numbe	r and Stree	et, City, Sta	ite, Zip Co	de)					
Name o	of Associate	ed Broker o	or Dealer									
	n Which Pe eck "All St										🗌 Al	l States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[A2] [IA]	[KS]	[KY]	[LA]	[ME]	[DL] [MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \(\square\) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged Aggregate Amount Already Type of Security Offering Price Sold Debt..... Equity Preferred Common Convertible Securities (including warrants) \$ Partnership Interests \$-0-\$-0-Other (Specify ____)..... Total Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate Number Dollar Amount of Purchases Investors Accredited Investors. \$-0-Non-accredited Investors.... Total (for filings under Rule 504 only)..... Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of Dollar Amount Security Type of Offering Sold Rule 505 Rule 504 _______\$ Total..... 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Printing and Engraving Costs.... \$-0-Legal Fees \$-0-Accounting Fees. \$-0-Engineering Fees Other Expenses (identify) Miscellaneous expenses (postage, travel, etc.) \$-0-

\$-0-

Total

		RICE, NUMBER OF INVESTORS, EXPENSES AND	CSE OF TROCEEDS						
	Enter the difference between the aggregate offering price given in response to Part C – Question 1 and total expenses furnished in response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."								
(each of the purposes shown. If the archeck the box to the left of the estimate	usted proceeds to the issuer used or proposed to be mount for any purpose is not known, furnish an estite. The total of the payments listed must equal the in response to Part C – Question 4.b above.	mate and						
			Payments t Officers, Directors & Affiliate	Payments To					
	Salaries and fees		🗆 <u>\$</u>	<u> </u>					
	Purchase of real estate		🗆 <u>s</u>						
	Purchase, rental or leasing and ir	stallation of machinery and equipment	🗆 s						
	Construction or leasing of plant l	🗆 \$							
	offering that may be used in exch	including the value of securities involved in this nange for the assets or securities of another issuer	□ \$	□ \$					
		evelopment	<u></u>						
			7						
			— П \$	<u> </u>					
		otals added)		<u>s</u>					
		D. FEDERAL SIGNATURE							
The i	ssuer has duly caused this notice to be wing signature constitutes an undertages of its staff, the information furnish	be signed by the undersigned duly authorized person king by the issuer to furnish to the USOScounties	n. If this notice is file and Exchange Commi	d under Rule 505, the ssion, upon written					
ssue	r (Print or Type)	ned by the issuer to any non-accredited investor pur	Date	,(=)					
LaSa	lle Japan Logistics Fund L.P.	LaSalle Logistics GP LLC General Partner	May 28 , 20	04					
Vamo	e of Signer (Print or Type)	Title of Signer (Print or Type)							
C. Al	llan Swaringen	Authorized Person of the General Partner of t	he Issuer						

-ATTENTION-

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STATE SIGNATURE									
Is any party described in 17 CFR 230.262 of such rule?									
	See Appendix, Column 5, for state response.								
2. The undersigned issuer hereby undertakes Form D (17 CFR 239.500) at such times a	to furnish to any state administrator of any state in what required by state law.	nich this notice is filed, a notice on							
3. The undersigned issuer hereby undertake issuer to offerees.	s to furnish to the state administrators, upon written	request, information furnished by the							
Limited Offering Exemption (ULOE) of t	issuer is familiar with the conditions that must be sati the state in which this notice is filed and understands the ishing that these conditions have been satisfied.								
The issuer has read this notification and kno undersigned duly authorized person.	ws the contents to be true and has duly caused this no	otice to be signed on its behalf by the							
Issuer (Print or Type)	Signature	Date							
LaSalle Japan Logistics Fund L.P.	LaSalle Logistics GP LLC, General Partner	May 28 , 2004							
Name (Print or Type)	Title (Print or Type)								
C. Allan Swaringen	Authorized Person of the General Partner of the Issu	er							

Instruction

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	Intend to non-a investors	to sell ccredited s in State -Item 1)	3 Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			Disquire under S gregate Type of investor and expla n state amount purchased in State waive		Disqual under Sta (if yes explan	ification tte ULOE , attach ation of granted) -Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
AL				HIVESTOIS	Amount	Titvestors	Amount			
AK										
AZ								<u> </u>		
AR										
CA			<u> </u>				-			
СО										
CT										
DE										
DC										
FL										
GA										
HI										
ID										
IL										
ÍN										
IA										
KS										
KY										
LA										
ME										
MD										
MA										
MI										
MN										
MS										
МО										
МТ										
NE										

APPENDIX

1]	2	3	4					5
	to non-a	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
				Number of Accredited		Number of Non-Accredited	i - -		
State	Yes	No		Investors	Amount	Investors	Amount	Yes	No
NV			 						
NH			· · · · · · · · · · · · · · · · · · ·						
NJ			 						
NM									
NY									
NC			<u> </u>						
ND			 		···				
ОН									
ОК									
OR			i	·					
PA									
RI									
SC									
SD									
TN			 						
TX			<u>t. </u>						
UT			 						
VT									
VA									
WA									
WV									
WI									
WY									
PR									
				L		<u> </u>			